

EXHIBIT A



A Proposal to T-Scan for Implementation of Alfresco

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1.0 Introduction

1.1 Project Goals & Objectives

T-Scan Corporation is a privately operated, full service litigation support company headquartered in Seattle, Washington. T-Scan Corporation is dedicated to remain at the forefront of technology, offering the latest in record retrieval methods, document production, and electronic discovery to its customers.

T-Scan intends to develop a hosted document repository with Alfresco as the technology backbone through which T-Scan can deliver documents out to its clients. T-Scan's objective is to provide an effective business process outsourcing service that simplifies the labor and technology intensive task of record retrieval

1.2 Project Scope

BPA's understanding of the scope of this project includes the following activities based on the high level requirements from T-Scan:

- Analyze requirements & design, develop, test and deploy the Alfresco based application for T-Scan
- Customize Alfresco to provide the ability to create multiple tenants.
- Develop Profile/Role based user access
- Allow for sharing of documents within the case community
- Develop/integrate a document viewer that does not allow any saving or caching of images or documents
- Support manual redaction by clients

1.2.1 The source for the scope understanding is:

- Conference call and discussion with T-Scan team involved in this initiative

1.2.2 Specific exclusions

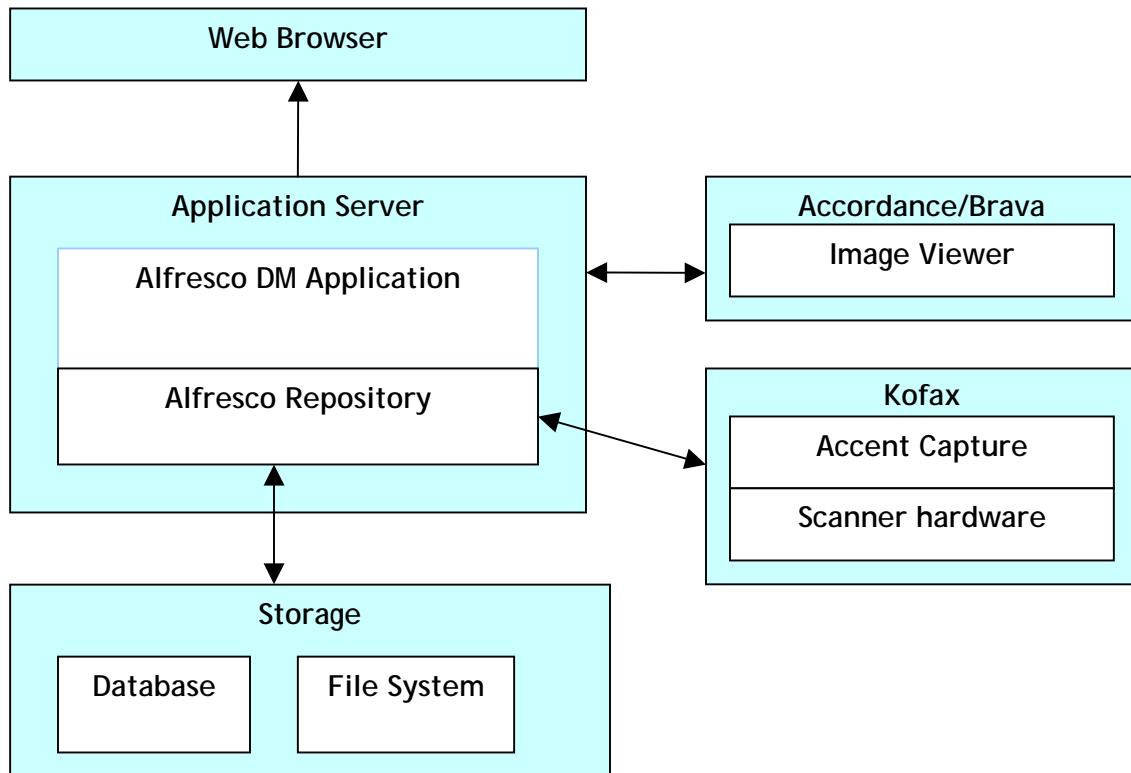
The following activities and artifacts are specifically excluded from BPA's current project scope.

1. Integration of Kofax with indexing, OCR capabilities and Bates Numbering.



2.0 Recommended Solution

2.1 Solution Architecture





2.1.1 Software application stack that will form part of the solution:

Component	Software
Content Management System	Alfresco Enterprise Release 2.2
Database	Oracle ? /TBD
Annotation Tool/ Document Viewer:	Acordex ViewTIFF for Java / Brava Enterprise
Application Server	Apache Tomcat
Platform	Java J2EE

2.1.2 The comparison of the two main options for Document/Image Viewer:

Feature	Acordex View TIFF for Java	Brava Enterprise
View	Yes. Can handle multiple image formats including TIFF and PDF	Yes. Can handle multiple formats including TIFF and PDF
Markup/Annotate	Yes. Can Choose if document can be saved without annotations	Yes. Concurrent annotations and extensive Print features
Redact	Yes	Yes
Publish/Save	Yes	Yes. Can be saved as proprietary format CSF.
Content Security	Yes. File name encryption lets you control what image is displayed, track who views which documents and restrict who prints documents	Yes. When documents are saved as Secure CSF controls can be embedded regarding print, copy, markup, analyze rights
Integration	Yes. Java Based.	Yes. Java Based
License/Cost	TBD	TBD



2.2 Activities and Deliverables

This section outlines the key phases, activities and related deliverables.

Milestone Phases	Description and Activities	BPA Deliverables	T-Scan Deliverables
Knowledge acquisition Requirements <i>Week 1</i>	<ul style="list-style-type: none"> Project kickoff workshop Review in detail all requirements furnished by T-Scan 	<ul style="list-style-type: none"> Detailed Requirement Specification for sign off by TScan Use Cases 	<ul style="list-style-type: none"> Participate in Project Kickoff workshop UI Specification Requirements Deliverable Review Signoff
Environment Setup <i>Week 1</i>	<ul style="list-style-type: none"> Prepare, Install and configure Development, Test & Production environment 	<ul style="list-style-type: none"> Installed Environments 	<ul style="list-style-type: none"> Provide Software, hardware and licenses
Technical Design <i>Week 1 & 2</i>	<ul style="list-style-type: none"> Detailed design of the Application Implementation Develop Test cases and Test plan Develop Project plan 	<ul style="list-style-type: none"> BPA Project plan Design Document Test Plan 	<ul style="list-style-type: none"> Master Project plan Design Deliverables Review Signoff
Development <i>Week 2 to 4</i>	<ul style="list-style-type: none"> Implement the configuration and customization as defined in the Design document Integrate the third party Viewer with Alfresco Update Design Document if needed 	<ul style="list-style-type: none"> Customized Alfresco Application 	<ul style="list-style-type: none"> Provide information and support as needed



Milestone Phases	Description and Activities	BPA Deliverables	T-Scan Deliverables
System Testing Week 5	<ul style="list-style-type: none"> • System tested application • Defect fixes to the application 	<ul style="list-style-type: none"> • Test the application • Perform bug fixes • Maintain Bug reports 	<ul style="list-style-type: none"> • Signoff on system tested application
User Acceptance Testing Week 6	<ul style="list-style-type: none"> • Deploy the application in UAT / Staging environment • Defect fixes to the application 	<ul style="list-style-type: none"> • Assist T-Scan in UAT • Bug Fixing 	<ul style="list-style-type: none"> • Conduct User Acceptance Testing • Signoff
Deployment and Knowledge Transfer Week 6	<ul style="list-style-type: none"> • Deploy the application in Production • Final update to documentation • Application Handover 	<ul style="list-style-type: none"> • Assist deployment of the application to Production environment • Perform Knowledge Transfer 	<ul style="list-style-type: none"> • Prepare Production Environment • Implement appropriate monitoring and other data center processes & operations • Dedicated resources to handle operations • Signoff on Documentation • Project Signoff

2.3 Project Timeline

The schedule for the Alfresco Custom Application implementation is based on a 5-work week delivery timetable, as indicated in the table below. Prior to the beginning of services delivery BPA Project Advisor will provide a formal, detailed project plan for review and acceptance.

Activity	Week 1	Week 2	Week 3	Week 4	Week 5	Week 6
Requirements						
Environment Setup						
Technical Design						
Development						
System Testing						
UAT						
Deployment & Knowledge Transfer						



3.0 Assumptions

3.1 Technical Assumption

1. The software development platform is Alfresco Enterprise Release 2.2
2. External system integrations are not considered as part of the scope.
3. T-Scan will build the Production environment according to the specifications of BPA. BPA will provide direct support, as needed, to accomplish the production setup.

3.2 Resource Assumption

1. BPA will assign a Key project contact that will be responsible for the project monitoring and reporting.
2. T-Scan professionals will be available to participate in the project as required for consultation, analysis, project meetings, clarifications, review and feedback.
3. T-Scan will provide workspace for the BPA staff working on site in T-Scan premises.
4. T-Scan will provide remote access to BPA from within T-Scan network to their development / testing & Production environment.
5. T-Scan will provide necessary resources and assistance in environment setup issues, such as database dump, code base, source control system, etc. and to keep the required systems running for the project activities.

3.3 General Assumptions

1. The project will be executed on a continuous basis once started without any break in between. This includes go live activities.
2. T-Scan will be responsible for managing the involvement of any third party vendors / other T-Scan project teams, adhering to the project plan and time line.
3. T-Scan will provide requested information namely documents, data and any other relevant information required for successful project completion, based on the timelines defined in the detailed project plan developed during the planning phase of the project.
4. T-Scan will authorize, provide and facilitate access to necessary application, software, system, license and documentation. When needed T-Scan will conduct or facilitate knowledge transfer sessions to BPA team
5. T-Scan will provide for adequate hardware, software, software licenses and tools (infrastructure) to meet development, testing and deployment needs for this engagement.
6. T-Scan will provide feedback to BPA on deliverable documents in a timely fashion, not longer than three business days after receipts of the deliverable. If there is a delay the deliverables will be considered as accepted.
7. T-Scan will complete all assigned tasks according to the timelines defined in the detailed project plan.
8. T-Scan will perform the UAT itself with help from BPA in system level preparation for UAT and pre defined acceptance criteria furnished by T-Scan.



4.0 Project Management

4.1 Project Management Approach

4.1.1 Project Management Team

The Project Management Team will consist of Project managers from both T-Scan and BPA. The charter of this group is to ensure that the project remains on schedule, within budget and closely aligned with the business goals outlined in this proposal. The Project Management Team will meet weekly, either in person or via conference call, to review project status and resolve outstanding issues.

BPA tasks and resources will be led by the BPA Project Advisor who will be responsible for project management including:

- Managing BPA resources
- General project administration
- Issue resolution

T-Scan Project Manager will work with the BPA Project Manager and assume day-to-day responsibility for the following:

- Managing the Master project plan.
- Ensuring that T-Scan team date commitments are adhered to.
- Management of third party resources and third party tasks (if any) assigned to the project
- Ensuring that the BPA Team has the necessary exposure to the end-user group.
- Managing communication between the BPA Project Team and other interested parties within T-Scan.
- Ensuring that the project sponsors are informed of project status and issues.
- Ensuring that the Project progress is according to T-Scan Sponsor's expectations.

4.1.2 Issue Management

The Issue Management process will be the manner by which decisions that must be made by the collective T-Scan and BPA team in order to insure that the project moves forward. Issues that cannot be resolved by members of the project team will be logged and brought to the attention of the Project Management Team. These issues will then be reviewed and either resolved or a plan will be developed for resolving the issue.

Specifically, the issue management process will be as follows:

1. Issues, when identified, will be brought to the attention of the Project Management Team within 24 hours.
2. The Project Management Team will assign an owner to the issue. This owner will be responsible for:
 - a. Logging the issue
 - b. Documenting the issue in detail to the needs of Project Management
3. The Project Management Team will review the issue and either resolve the issue or develop the plan for resolving the issue. The plan will detail the issue description, issue owner, scheduled resolution date and process for resolution.
 - a. Based on the information provided by the issue owner, the Project Management Team will attempt to resolve the issue to the best of its authority within 48 hours. If resolution is not possible in this time frame, the plan for resolving the issue will be published within 48 hours.



- b. For issues that cannot be resolved within 48 hours, the Project Management Team will determine (1) the cost and schedule impact to the project of researching the issue and (2) the cost and schedule impact, if any, from implementing the proposed issue resolution plan.
- c. The T-Scan Project Sponsor together with the BPA Project Advisor will determine if the proposed issue resolution plan should be implemented based on the assessment and recommendation of Project Management Team.
- 4. If the issue cannot be resolved or the resolution plan cannot be determined within 48 hours, the issue will be escalated to the Project Sponsors.
- 5. Once escalated, the T-Scan Project Sponsor together with the BPA Project Advisor will resolve or develop the plan for resolving the issue within 72 hours.
- 6. Issues that are determined to be change requests will follow the Change Management Process as outlined.

4.1.3 Change Management

The change management process will support any and all requests that change or enhance the scope and thus impact the functionality, cost and/or timeline of the project. Specifically, the process will be as follows:

- 1. All change requests will be brought to the attention of the Project Management Team.
- 2. The Project Management Team will assign a owner to the issue. This owner will be responsible for:
 - a. Logging the change request
 - b. Documenting the request in detail.
- 3. The Project Management Team will meet to review the change request and determine next steps:
 - a. Based on the information provided by the owner, the Project Management Team will determine (1) the cost and scheduled impact to the project of researching the request and (2) the cost and schedule impact from implementing the requested change.
 - b. The T-Scan Project Sponsor together with the BPA Project Advisor will determine if the change should be implemented based on the assessment and recommendation.
 - c. The T-Scan Project Sponsor will create and obtain any required approvals for a Change Order for accepted changes.
 - d. The T-Scan Project Sponsor will notify the Project Management Team of the impact to scope, cost or schedule resulting from the rejection or acceptance of a change request.
 - e. The tracking system, Master Project Plan and payment schedule will be updated accordingly.

The change request documentation will become an attachment to the Proposal.



5.0 Project Roles and Responsibilities

Role	Responsibilities
BPA	
Project Advisor (On shore, Pleasanton USA) On a Need Basis	<ul style="list-style-type: none"> • Remains as the highest point of escalation for all matters concerning this project • Provides advice to the execution team • Assumes overall project management responsibility for BPA • Provides timely management reporting and feedback
Architect (Offshore, India)	<ul style="list-style-type: none"> • Develops the application modules / functionality using established guidelines and apply best practices to ensure quality of work • Integrate the Document viewer • Implement Redacting features • Implement non-caching requirement
Senior Developer (On shore Pleasanton, USA will visit T-Scan for requirement gathering and critical meetings)	<ul style="list-style-type: none"> • Requirement Gathering and analysis • Installing the applications • Implementing the multi-tenancy requirements through configuration and customizations • Deployment and Testing
T-Scan	
Business Sponsor	<ul style="list-style-type: none"> • Remains as the highest point of escalation for all matters concerning this project • Provides advice to the execution team • Conducts periodic internal project reviews
Project Manager/Business Analyst	<ul style="list-style-type: none"> • Assumes project management responsibility and execution ownership of T-Scan part of project plan • Function as a single point of contact and facilitate transfer of knowledge and assistance to the BPA team from T-Scan team • Assign, monitor, track, facilitate and collaborate project tasks to T-Scan team members Interviews business owners, stakeholders, end users, administrators, etc to gather requirements • Responsible for unambiguous representation of the user requirements • Responsible for explaining, demonstrating the intended functionality to the users and providing all necessary details to development (BPA) team
Systems Support Personnel	<ul style="list-style-type: none"> • Provide system support to the development team in terms as System Admin, DBA, Network engineer, internal systems administrators • Review the environment specifications developed by the project team • Setup environments according to the specifications • Conduct system level operations to ensure correct functioning of the application



6.0 Project Price and Payment Terms

BPA estimates that this project will take 6 weeks elapsed time at an estimated cost of US \$33,600. The project execution will leverage BPA's off-site delivery capability for the construction phase of the project.

1. Resource, Project Duration & Price

Resource Description	Estimated Work Hours	Hourly Billing rate
Architect (Venkat Vishwanathan or equivalent)	240	\$50/hr
Senior Developer (Harsha Rachapalli or equivalent)	240	\$90/hr
Project Advisor (Vijji Suryadevara or equivalent)	On a need Basis	No Charge

The price calculation assumes the participation of 1 BPA FTEs in USA and 1 BPA FTEs offshore. The price also factors in cost towards development hardware required by the BPA team and communication expenses. BPA will present invoice on fortnightly basis and expects to receive payment within 30 days from the date of receipt of invoice. All invoices will be based on approved time sheets.

T-Scan and BPA will work together to assess project impact caused by significant scope changes and BPA will implement the scope changes once a mutual commercial and project schedule agreement is reached. Small scope changes will be absorbed by BPA or a scope tradeoff can be agreed to by both parties.

6.1 Project Expenses

This estimate is exclusive of reasonable business expenses as incurred by BPA staff working on the project. All business related expenses would be invoiced at actual. The business expenses include travel and boarding for our engineers related to the execution of the project. No expenses will be incurred without previous authorization from T-Scan.



6.2 Proposal Validity

This Proposal is valid for a period of 15 days from the delivery date of this proposal. If T-Scan signs this Proposal after the expiration date, then BPA reserves the right to submit a revised proposal.

6.3 Contact Information

If there are specific questions or clarifications related to the contents of this document, the following individual(s) can be contacted:

S/N	Name	Title	Contact	Email
1	Vasu Maganti	Business Development Manager	(510) 456 5013	vasu@bpatech.com



Appendix A: Acceptance and Sign Off

By signing below, BPA Technologies (BPA) and T-Scan accept this proposal as a statement of work that will be executed by BPA. This proposal will supersede any prior project document or communication that may have been exchanged between BPA and T-Scan related to this implementation effort.

Once signed, any reproduction of this document made by reliable means (e.g., photocopy, facsimile or other scanned image) is considered an original.

BPA Technologies, Inc.	T-Scan Corporation,
Signed: _____	Signed: _____
Name: _____	Name: _____
Title: _____	Title: _____
Date: _____	Date: _____